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Vice Chairman

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Commissioner

January 16, 2014

Melissa D. Yates  
Denton & Keuler, LLP  
555 Jefferson Street  
P. O. Box 929  
Paducah, KY 42002-0929

RE: Case No. 2014-00013  
W&W Service Corporation  
Paducah-McCracken County Joint Sewer Agency

The Commission staff has reviewed the application in the above case and finds that it meets the minimum filing requirements and has been accepted for filing.

Enclosed please find a stamped filed copy of the first page of your filing. This case has been docketed and will be processed as expeditiously as possible.

If you need further assistance, please contact my staff at 502-564-3940.

Sincerely,

A handwritten signature in cursive script that reads "Linda Faulkner".

Linda Faulkner  
Filings Division Director

LF/rs

**FILED**

**JAN 09 2014**

**PUBLIC SERVICE  
COMMISSION**

Case No. 2014-00013

**RECEIVE**

**JAN 09 2014**

**PUBLIC SERVICE  
COMMISSION**

168319

**COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION**

**In the Matter of:**

**Joint Petition of W&W Service Corporation and Paducah-McCracken  
County Joint Sewer Agency to Approve the Transfer of Operation of the Terre  
Verte Subdivision to Paducah-McCracken County Joint Sewer Agency**

1. JURISDICTION

The Kentucky Public Service Commission (PSC) has jurisdiction over this matter pursuant to KRS 278.010 and KRS 278.020(5).

2. PETITIONERS

a. W&W Service Corporation ("W&W") is a not-for-profit Kentucky corporation, with a post office address of 1600 Bleich Road, Paducah, Kentucky 42003. W&W provides wastewater treatment as authorized by the Kentucky Public Service Commission. A copy of W&W's Articles of Incorporation are attached hereto and incorporated herein by reference as Exhibit "A."

b. Paducah-McCracken County Joint Sewer Agency ("JSA") is a body politic created by the City of Paducah and McCracken County, Kentucky pursuant to KRS Chapter 76 through the passage of identical enacting ordinances on July 1, 1999. JSA's address is 621 Northview Street, Paducah, Kentucky 42001. A copy of JSA's Enacting Ordinance is of record in Case Number 2013-00333 and is incorporated herein by reference.

3. TRANSFER AGREEMENT

Subject to the approval of the PSC, and other regulatory agencies, W&W entered into a transfer agreement with JSA, dated December 12, 2012, wherein W&W agreed to assign and transfer to JSA its wastewater treatment facilities in the Terre Verte subdivision in McCracken County, (hereinafter collectively referred to Terre Verte) consisting of all assets, rights, privileges, debts and liabilities of every nature and wheresoever situated. Provided, however, that W&W will retain responsibility for decommissioning the wastewater treatment plant. A true and exact copy of said agreement is attached hereto, and incorporated herein by reference as Exhibit "B." A true and exact copy of the resolutions of W&W and JSA to consummate the transaction contemplated by such transfer agreement are attached hereto, and incorporated herein by reference as Exhibit "C."

The terms and provisions of the transfer agreement are most beneficial to the customers of Terre Verte. In particular, by virtue of the transfer agreement, the customers of Terre Verte will realize the following benefits:

a. The transfer agreement provides that JSA will assume full responsibility for operating and maintaining Terre Verte's wastewater treatment facilities in the subject subdivisions. Therefore, the customers of Terre Verte will not only realize a greater revenue base, but also will be accorded the additional technical expertise and equipment which can be provided to the customers of Terre Verte over and above the technical expertise and equipment which W&W could provide.